

## SHARE CAPITAL

<i>Authorised share capital:</i>	<i>HK\$</i>
<u>4,000,000,000</u> Shares	<u>400,000,000</u>
<i>Issued and to be issued, fully paid or credited as fully paid:</i>	
2,000,000 Shares in issue	200,000
174,400,000 Shares to be issued pursuant to the New Issue	17,440,000
<div style="display: flex; justify-content: space-between;"> <span>695,600,000</span> <span>Shares to be issued pursuant to the Capitalisation Issue</span> </div>	<u>69,560,000</u>
<b>Total:</b>	
<u>872,000,000</u> Shares	<u>87,200,000</u>

*Notes:*

### 1. Assumptions

This table assumes that the Share Offer and the Capitalisation Issue have become unconditional. Assuming that the Over-allotment Option is exercised in full, the total number of issued Shares will be 904,700,000.

It takes no account of any Shares which may be allotted and issued by the Company upon the exercise of the Over-allotment Option or the options which may be or have been granted under the Pre-IPO Share Option Scheme and/or the Share Option Scheme, or which may be allotted and issued or purchased by the Company under the general mandates for the allotment and issue or repurchase of Shares granted to the Directors as described in notes 4 and 5 below.

### 2. Ranking

The Offer Shares and the Shares to be issued upon exercise of the Over-allotment Option will rank *pari passu* in all respects with all Shares in issue on the date of allotment and issue of such Shares, and will qualify for all dividends and other distributions declared, made or paid on the Shares after the date of this prospectus except for entitlement under the Capitalisation Issue.

### 3. Share Option Schemes

The Company has adopted the Pre-IPO Share Option Scheme and conditionally adopted the Share Option Scheme. A summary of the main terms of the Pre-IPO Share Option Scheme and the Share Option Scheme is set out in the section headed "Share Option Schemes" in Appendix VII to this prospectus.

The maximum number of Shares which may be allotted and issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option schemes adopted by the Group shall not in aggregate exceed 30% of the issued share capital of the Company in issue from time to time.

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#### 4. General mandate to issue new Shares

The Directors have been conditionally granted a general unconditional mandate to allot, issue and deal with Shares with a total nominal value of not more than the aggregate of:

- a. 20% of the total nominal amount of the share capital of the Company in issue immediately following the completion of Share Offer and the Capitalisation Issue (excluding Shares which may be issued upon the exercise (if any) of the Over-allotment Option); and
- b. the total nominal amount of the share capital of the Company repurchased by the Company (if any) pursuant to the repurchase mandate as mentioned in note 5 below.

This general mandate is in addition to the powers of the Directors to allot, issue or deal with Shares under a rights issue, scrip dividend scheme or similar arrangement, or upon the exercise of options granted under the Pre-IPO Share Option Scheme and the Share Option Scheme or upon the exercise of the Over-allotment Option.

This general mandate will expire:

- at the conclusion of the Company's next annual general meeting; or
- at the expiry of the period within which the Company is required by the applicable laws or its articles of association to hold its next annual general meeting; or
- when varied or revoked by an ordinary resolution of the shareholders of the Company in general meeting,

whichever occurs first.

Further information of this general mandate is set out in the paragraph headed "Resolutions in writing of all Shareholders passed on 21 November 2004" in the section headed "Further information about the Company and its subsidiaries" in Appendix VII to this prospectus.

#### 5. General mandate to repurchase Shares

The Directors have been conditionally granted a general unconditional mandate to exercise all the powers of the Company to repurchase Shares with a total nominal value of not more than 10% of the total nominal amount of the share capital of the Company in issue immediately following the completion of Share Offer and the Capitalisation Issue (excluding Shares which may be issued upon the exercise (if any) of the Over-allotment Option).

This general mandate only relates to repurchase made on the Main Board, or on any other stock exchange on which the Shares are listed (and which is recognised by the SFC and the Stock Exchange for this purpose), and which are in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in the paragraph headed "Repurchase by the Company of its own securities" in the section headed "Further information about the Company and its subsidiaries" in Appendix VII to this prospectus.

This general mandate will expire:

- at the conclusion of the Company's next annual general meeting; or
- at the expiry of the period within which the Company is required by any applicable laws or its articles of association to hold its next annual general meeting; or
- when varied or revoked by an ordinary resolution of the shareholders of the Company in general meeting,

whichever occurs first.

Further information of this general mandate is set out in the paragraph headed "Resolutions in writing of all Shareholders passed on 21 November 2004" in the section headed "Further information about the Company and its subsidiaries" in Appendix VII to this prospectus.